



**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

OLIVIER GOUREAU and OLIVIER GOUREAU, INC.

Plaintiffs,

-against -

NOEMI GOUREAU, NICOLAS GOUREAU, STEPHANIE
GOUREAU, GOOBERRY, CORP., NOG
INTERNATIONAL, INC., and FOPPS, INC.,

Defendants.

GOOBERRY CORP.,

Third Party Plaintiff,

-against-

SACHA GOUREAU,

Third Party Defendant.

Civil Action No.:
12 cv 6443 (PAE)(DF)

STIPULATION

IT IS HEREBY STIPULATED AND AGREED, by and through counsel for the parties hereto,
as follows:

1. Plaintiff Olivier Goureau and Defendant Noemi Goureau (together, the "Owners") are (of record) joint 50 percent owners of Defendant NOG International, Inc.
2. Defendant NOG International, Inc. is a New York corporation ("NOG").
3. NOG was originally listed as a plaintiff in the original Complaint in this Action.

Upon Defendants' objection that Plaintiffs Olivier Goureau and Olivier Goureau, Inc. had no

standing to represent NOG, Plaintiffs Olivier Goureau and Olivier Goureau, Inc. filed an Amended Complaint in this matter on November 13, 2012, which listed NOG as a defendant.

4. Notwithstanding the fact that the Amended Complaint asserts relief against “Defendants” generally, Plaintiffs do not and will not seek damages against NOG in this action, but have included NOG in the Amended Complaint so that the Court can have jurisdiction over NOG and its assets for purposes of, or in aid of, relief other than damages..

5. The Owners agree that service on NOG shall be waived and deemed sufficient based on the fact that the Owners have either been served or have authored the Amended Complaint.

6. Plaintiffs agree that NOG need not serve an Answer to the Amended Complaint and that NOG shall be deemed to have denied the allegations in the Amended Complaint, such that all the other parties to the Action must prove any allegations relating to NOG in any claim or counterclaim. Plaintiffs will not seek a default judgment against NOG.

7. Each of the Owners has access to different records of NOG. To the extent any party seeks such records relating to NOG, each party agrees to search for relevant and responsive document requests relating to NOG in good faith and produce such responsive documents subject to any objection a party may assert. NOG will not serve any discovery requests, make any motions or otherwise seek any relief through counterclaim or otherwise.

Dated: New York, N.Y.
January 11, 2013

YANKWITT & MCGUIRE, LLP

/s/ Harold F. McGuire

Harold F. McGuire
Russell M. Yankwitt
Daniel F. McGuire

140 Grand Street, Suite 501
White Plains, New York 10601
Phone: (914) 686-1500
Fax: (914) 801-5930
hmcguire@yankwitt.com

*Attorneys for Plaintiffs and Third
Party Defendant*

**TANNENBAUM HELPERN
SYRACUSE & HIRSCHTRITT LLP**

/s/ Jaclyn H. Grodin

Paul D. Sarkozi
Jaclyn H. Grodin

900 Third Avenue
New York, New York 10022
Phone: (212) 508-6776
Fax: (212) 371-1084
sarkozi@thsh.com
grodin@thsh.com

*Attorneys for Defendants Noemi
Goureau, Nicolas Goureau,
Stephanie Goureau, Fopps, Inc.
and Gooberry Corp.*

SO ORDERED:

Paul A. Engelmayer
Honorable Paul A. Engelmayer
United States District Judge

1/14/13